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Counsel to the Liquidating Trustee

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

-----X
In re: : Chapter 11
: :
CIRCUIT CITY STORES, INC., et al., : Case No. 08-35653 (KRH)
: :
Debtors. :
: Jointly Administered
-----X

**TWELFTH ORDER REGARDING LIQUIDATING TRUST'S SEVENTEENTH
OMNIBUS OBJECTION TO LANDLORD CLAIMS (REDUCTION OF CERTAIN
PARTIALLY INVALID CLAIMS, RECLASSIFICATION OF CERTAIN
MISCLASSIFIED CLAIMS, DISALLOWANCE OF CERTAIN INVALID
CLAIMS, DISALLOWANCE OF CERTAIN LATE-FILED CLAIMS,
DISALLOWANCE OF CERTAIN DUPLICATE CLAIMS
AND DISALLOWANCE OF CERTAIN AMENDED CLAIMS)**

THIS MATTER having come before the Court¹ on the Liquidating Trust's Seventeenth Omnibus Objection to Landlord Claims (Reduction of Certain Partially Invalid Claims, Reclassification of Certain Misclassified Claims, Disallowance of Certain Invalid Claims, Disallowance of Certain Late Filed Claims, Disallowance of Certain Duplicate Claims and Disallowance of Certain Amended Claims) (the "Objection"), which requested, among other things, that the claims specifically identified on Exhibit C through Exhibit H attached to the Objection be reduced or disallowed for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it appearing that the relief requested on the Objection is in the best interest of the Liquidating Trust, the Debtors' estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Court will conduct a further status conference on June 6, 2013 at 2:00 p.m. for all Claims identified on Exhibit A attached hereto.
2. The Liquidating Trust's rights to object to any claim including (without limitation) the Claims subject to the Objection, on any grounds that applicable law permits, are not waived and are expressly reserved.
3. The Liquidating Trust shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

the entry of this Order.

4. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: Richmond, Virginia
_____, 2013

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Lynn L. Tavenner
Lynn L. Tavenner (VA Bar No. 30083)
Paula S. Beran (VA Bar No. 34679)
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*Counsel to the Circuit City Stores, Inc.
Liquidating Trust*

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner

Lynn L. Tavenner

In re Circuit City Stores, Inc, et al.

Case No. 08-35653 (KRH)

Liquidating Trust's Seventeenth Omnibus Objection to Landlord Claims

EXHIBIT A

OBJECTIONS TO BE ADJOURNED TO JUNE 6, 2013

Name & Address	Claim Number	Exhibit
1003 College Station LLC Attn Deborah J Piazza Esq c o Hodgson Russ LLP 60 E 42nd St 37th Fl New York, NY 10165	14515	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
ALMADEN PLAZA SHOPPING CTR INC 5353 ALMADEN EXPY 49 ALMADEN PLAZA SHOPPING CTR SAN JOSE, CA 95118	12122	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Bank of America National Association Successor by Merger to LaSalle Bank National Association Attn Diane Schapiro c o Berkadia Commercial Mortgage LLC 700 N Pearl St Ste 2200 Dallas, TX 75201	12663	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
BFLO Waterford Associates LLC Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren 101 Park Ave New York, NY 10178	9952	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
BFLO Waterford Associates LLC Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren 101 Park Ave New York, NY 10178	9952	EXHIBIT F LATE FILED CLAIMS TO BE EXPUNGED
Bond Circuit I Delaware Business Trust Attn James S Carr Esq Robert L LeHane Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178	13440	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Bond Circuit IV Delaware Business Trust Mark B Conlan Esq Gibbons PC One Gateway Ctr Newark, NJ 07102-5310	12765	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Bond Circuit VI Delaware Business Trust Attn James S Carr Esq & Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178	13426	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Bond Circuit VI Delaware Business Trust Attn James S Carr Esq & Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178	13439	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
C1 West Mason Street LLC c o Mindy A Mora Bilzin Sumberg Baena Price & Axelrod LLP 200 S Biscayne Blvd Ste 2500 Miami, FL 33131	5060	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

Name & Address	Claim Number	Exhibit
Catellus Operating Limited Partnership a Delaware LP Attn Edward J Tredinnick Greene Radovsky Maloney Share & Hennigh LLP Four Embarcadero Ctr 40th Fl San Francisco, CA 94111	12328	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Catellus Operating Limited Partnership a Delaware LP Attn Edward J Tredinnick Greene Radovsky Maloney Share & Hennigh LLP Four Embarcadero Ctr 40th Fl San Francisco, CA 94111	13708	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
CC Acquisitions LP Attn Deborah J Piazza Esq c o Hodgson Russ LLP 60 E 42nd St 37th Fl New York, NY 10165	14518	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Deborah J Piazza Esq c o Hodgson Russ LLP 60 E 42nd St 37th Fl New York, NY 10165	14521	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Deborah J Piazza Esq c o Hodgson Russ LLP 60 E 42nd St 37th Fl New York, NY 10165	14522	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Deborah J Piazza Esq c o Hodgson Russ LLP 60 E 42nd St 37th Fl New York, NY 10165	14574	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Deborah J Piazza Esq c o Hodgson Russ LLP 60 E 42nd St 37th Fl New York, NY 10165	14577	EXHIBIT H DUPLICATE CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Ron F Petit VP c o NYLIFE Real Estate Holdings LLC General Partner 51 Madison Ave New York, NY 10010	13716	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Ron F Petit VP c o NYLIFE Real Estate Holdings LLC General Partner 51 Madison Ave New York, NY 10010	14270	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Ron F Petit VP c o NYLIFE Real Estate Holdings LLC General Partner 51 Madison Ave New York, NY 10010	14288	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED

Name & Address	Claim Number	Exhibit
CC Acquisitions LP Attn Ron F Petit VP c o NYLIFE Real Estate Holdings LLC General Partner 51 Madison Ave New York, NY 10010	14290	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Ron F Petit VP c o NYLIFE Real Estate Holdings LLC General Partner 51 Madison Ave New York, NY 10010	14053	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Vivian Dubin c o NYLIFE Real Estate Holdings LLC General Partner 51 Madison Ave New York, NY 10010	12718	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Vivian Dubin c o NYLIFE Real Estate Holdings LLC General Partner 51 Madison Ave New York, NY 10010	12721	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Vivian Dubin c o NYLIFE Real Estate Holdings LLC General Partner 51 Madison Ave New York, NY 10010	12722	EXHIBIT F LATE FILED CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Vivian Dubin c o NYLIFE Real Estate Holdings LLC General Partner 51 Madison Ave New York, NY 10010	12725	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Vivian Dubin c o NYLIFE Real Estate Holdings LLC General Partner 51 Madison Ave New York, NY 10010	14523	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CC Acquisitions LP Attn Vivian Dubin c o NYLIFE Real Estate Holdings LLC General Partner 51 Madison Ave New York, NY 10010	12722	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CC Investors 1997 II Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren 101 Park Ave New York, NY 10178	9955	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
CCMS 2005 CD1 Lycoming Mall Circle Limited Partnership c o Mindy A Mora Esq Bilzin Sumberg Baena Price & Alexrod LLP 200 S Biscayne Blvd Ste 2500 Miami, FL 33131	7165	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

Name & Address	Claim Number	Exhibit
Centro Properties Group t a Parkway Plaza Vestal NY c/o David L Pollack Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	12584	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Centro Properties Group ta Freshwater Stateline Plaza Enfield CT c o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103	12628	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Circuit Investors No 4 Thousand Oaks Limited Partnership c/o Niclas A Ferland Esq LeClairRyan A Professional Corporation 555 Long Wharf Dr 8th Fl New Haven, CT 06511	8163	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
CMAT 1999 C1 Grand River Avenue LLC c o Mindy A Mora Bilzin Sumberg Baena Price & Axelrod LLP 200 S Biscayne Blvd Ste 2500 Miami, FL 33131	5002	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Crown CCI LLC Paul S Bliley Jr Esq Williams Mullen PO Box 1320 Richmond, VA 23218- 1320	7631	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Crown CCI LLC Paul S Bliley Jr Esq Williams Mullen PO Box 1320 Richmond, VA 23218- 1320	13467	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
General Growth Management Inc Julie Minnick Bowden 110 N Wacker Dr Chicago , IL 60606	14439	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
Greenback Associates Attn Nancy Hotchkiss Trainor Fairbrook 980 Fulton Ave Sacramento, CA 95825	13378	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Greenback Associates Attn Nancy Hotchkiss Trainor Fairbrook 980 Fulton Ave Sacramento, CA 95825	15007	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Inland Commercial Property Management Inc Attn Karen C Bifferato & Kelly M Conlan Connolly Bove Lodge & Hutz LLP The Nemours Bldg 1007 N Orange St PO Box 2207 Wilmington, DE 19807	13968	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
Inland Commercial Property Management Inc Attn Karen C Bifferato & Kelly M Conlan Connolly Bove Lodge & Hutz LLP The Nemours Bldg 1007 N Orange St PO Box 2207 Wilmington, DE 19807	14929	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

Name & Address	Claim Number	Exhibit
Inland Commercial Property Management Inc c o Beth Brooks Esq Inland Real Estate Corporation 2901 Butterfield Rd 3rd Fl Oak Brook, IL 60523	12827	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Inland Traverse City LLC c o Beth Brooks Esq Inland Real Estate Group 2901 Butterfield Rd 3rd Fl Oak Brook, IL 60523	9719	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
La Habra Imperial LLC Christian & Barton LLP 909 E Main St ASte 1200 Richmond, VA 23219	12448	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Melville Realty Company Inc Attn Edith K Altice Esq Saul Ewing LLP 500 E Pratt St 8th Fl Baltimore, MD 21202	7491	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
New River Properties LLC Augustus C Epps Jr Esq Christian & Barton LLP 909 E Main St ASte 1200 Richmond, VA 23219	12418	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Park National Bank Successor Trustee Richard C Maxwell Woods Rogers PLC PO Box 14125 Roanoke, VA 24038-4125	14078	EXHIBIT E INVALID CLAIMS TO BE EXPUNGED
Schiffman Circuit Props Matthew W Grimshaw Rutan & Tucker LLP 611 Anton Blvd Ste 1400 Costa Mesa, CA 92626	3541	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
United States Debt Recovery V LP, assignee of Hoprock Limonite LLC 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	10186	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
United States Debt Recovery V LI 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	14361	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
United States Debt Recovery IV LI 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	13731	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
United States Debt Recovery V LI 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	8614	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
United States Debt Recovery V LI 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	12115	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
United States Debt Recovery V LI 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	12588	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
United States Debt Recovery V LI 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	12589	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
United States Debt Recovery V LI 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	12735	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED

Name & Address	Claim Number	Exhibit
United States Debt Recovery V LI 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	12819	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
United States Debt Recovery V LI 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	13254	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
United States Debt Recovery V LI 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	13731	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
United States Debt Recovery V LI 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	14519	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
United States Debt Recovery V LP 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	15110	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
United States Debt Recovery V LP 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	15112	EXHIBIT H DUPLICATE CLAIMS TO BE EXPUNGED
United States Debt Recovery V LP Assignee of 1251 Fourth Street Investors LLC and Beverly Gemini Investments LLC United States Debt Recovery V LP 940 Southwood Blvd Ste 101 Incline Village, NV 89451	15101	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
United States Debt Recovery V LP Assignee of CC Properties LLC United States Debt Recovery V LP 940 Southwood Blvd Ste 101 Incline Village, NV 89451	15115	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
United States Debt Recovery V LP Assignee of CC Properties LLC United States Debt Recovery V LP 940 Southwood Blvd Ste 101 Incline Village, NV 89451	15113	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
United States Debt Recovery V LP Assignee of CC Properties LLC United States Debt Recovery V LP 940 Southwood Blvd Ste 101 Incline Village, NV 89451	15116	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
United States Debt Recovery V LP Assignee of CC Properties LLC United States Debt Recovery V LP 940 Southwood Blvd Ste 101 Incline Village, NV 89451	15117	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
United States Debt Recovery V LP Assignee of Faber Brothers In United States Debt Recovery V LP 940 Southwood Blvd Ste 101 Incline Village, NV 89451	15108	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
United States Debt Recovery V LP Assignee of Faber Brothers In United States Debt Recovery V LP 940 Southwood Blvd Ste 101 Incline Village, NV 89451	15109	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
United States Debt Recovery V LP Assignee of FRO LLC D United States Debt Recovery V LP 940 Southwood Blvd Ste 101 Incline Village, NV 89451	15111	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
United States Debt Recovery V LP Assignee of Rancon Realty Fund IV United States Debt Recovery V LP 940 Southwood Blvd Ste 101 Incline Village, NV 89451	15072	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS

Name & Address	Claim Number	Exhibit
United States Debt Recovery V LI assignee of CC Properties LLC 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	14520	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
United States Debt Recovery V LI assignee of Rancon Realty Fund IV 940 Southwood Blvd, Suite 101 Incline Village, NV 89451	12121	EXHIBIT G AMENDED CLAIMS TO BE EXPUNGED
VORNADO GUN HILL ROAD LLC ATTN MEI CHENG C O VORNADO REALTY TRUST 210 RTE 4 E PARAMUS, NJ 07652	8496	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
VORNADO GUN HILL ROAD LLC ATTN MEI CHENG C O VORNADO REALTY TRUST 210 RTE 4 E PARAMUS, NJ 07652	13970	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Walton Whitney Investors V LLC Attn James S Carr Esq & Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178	12481	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Walton Whitney Investors V LLC Attn James S Carr Esq & Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178	13424	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
William A Broschious Esq Attn Kelly Serenko Dir Lease Adm Kamin Realty Company PO Box 10234 Pittsburgh, PA 15232	12096	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS
Wilmington Trust Company Wilmington Trust Company Rodney Square North J 100 North Market Street Wilmington, DE 19890 Attn: David Vanaskey	13171	EXHIBIT C REDUCTION OF CERTAIN PARTIALLY INVALID CLAIMS